

**IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION <u>et al.</u> ,	:	Case No. 05-44481 (rdd)
	:	
Debtors.	:	(Jointly Administered)
	:	
	x	

**AMENDED AFFIDAVIT OF SERVICE**

I, Amber M. Cervený, being duly sworn according to law, deposes and says that I am employed by Kurtzman Carson Consultants, LLC, Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On October 12, 2005, I caused to be served, via facsimile and via first class US mail the document listed in Section 1 on the parties attached hereto as Exhibit A:

**Section 1**

- I.** Interim Order Under 11 U.S.C. §§ 105, 362, and 541 and Bankruptcy Rule 3001 (A) Establishing Notification Procedures Applicable to Substantial Holders of Claims and Equity Securities and (B) Establishing Notification and Hearing Procedures for Trading in Claims and Equity Securities (**Docket No. 126**) [**Attached hereto as Exhibit B**]

Dated: December 22, 2005

/s/ Amber M. Cervený  
Amber M. Cervený

Sworn to and subscribed before  
me on December 22, 2005

/s/ Evan J. Gershbein  
Notary Public

My Commission Expires: 1/19/07

# **EXHIBIT A**

# **EXHIBIT A**

Contact	Company	Address 1	Address 2	City	State	Zip	Country	Fax
Akihiko Imaya Group	Sharp Electronics Corp	Deputy General Manager	26131 Chinomoto Cho Tenri	Nara		632-8567	Japan	81-743-65-2809
Albert Togut	Togut Segal & Segal LLP	One Penn Plaza	Suite 3335	New York	NY	10119	US	212-967-4258
Alps Automotive Inc	Munekichi Ishida	1500 Atlantic Blvd		Auburn Hills	MI	48326	US	248-391-1564
Ann Wagoner	Applied Bio Systems	850 Lincoln Centre Dr		Foster City	CA	94404	US	650-638-5998
Attn Insolvency Department	Internal Revenue Service	290 Broadway	5th Floor	New York	NY	10007	US	
Attorney General Eliot Spitzer	Office of New York State	120 Broadway		New York City	NY	10271	US	
Barry Perry	Engelhard Corporation	101 Wood Ave		Iselin	NJ	08830	US	732-906-0337
Bill Staron	Dmc 2 Canada Corporation	2347 Commercial Dr		Auburn Hills	MI	48326	US	248-340-2471
Bjoern Goeke	Victory Packaging	3555 Timmons Lane	Suite 1440	Houston	TX	77027	US	713-961-3824
Brad Countryman Salesman	Isi Of Indiana Inc	1212 East Michigan St		Indianapolis	IN	46202	US	317-631-7981
Brent Mewhinney	Texas Instruments Inc	12900 North Meridian St	Suite 175 Ms 4070	Carmel	IN	46032	US	317-573-6410
Brian McGowan Sales Manager	Corus Lp	496 Highway 35 Rr2		Pontypool	ON	LOA 1KO	Canada	705-277-9742
Brian Ruel	Timken Company	31100 Telegraph Rd Ste 270		Bingham Farms	MI	48025	US	248-433-2253
Bruce A Fassett	Carlisle Engineered Prods	100 Seventh Ave Ste 100		Chardon	OH	44024	US	734-367-1431
Burr & Forman LLP	Michael Leo Hal	420 North Twentieth Street	Suite 3100	Birmingham	AL	35203	US	
Chet Korzeniewski	Fujitsu Ten Corporation	46029 Five Mile Rd		Plymouth	MI	48170	US	734-414-6660
Clifford Trapani	JPMorgan Chase Bank NA	Loan and Agency Services Group	1111 Fannin 10th Floor	Houston	TX	77002	US	713-750-2948
Darrell Seitz Senior Acct Mgr	Hitachi Automotive	955 Warwick Rd		Harrodsburg	KY	40330	US	248-474-5097
David Bader	Hss Llc	5446 Dixie Highway		Saginaw	MI	48601	US	989-777-4818
David L Resnick	Rothchild Inc	1251 Avenue of the Americas		New York	NY	10020	US	212-403-5454
David M McGinnis	Murata Electronics North	2200 Lake Park Dr		Smyrna	GA	30080	US	678-842-6625
Deirdre A Martini	United States Trustee	33 Whitehall Street	Suite 2100	New York	NY	10004	US	212-668-2256
Devin Denner Sales Manager	Olin Corp	427 N Shamrock St		East Alton	IL	62024	US	618-258-3481
Don Duda President	Methode Electronics Inc	7401 W Wilson		Chicago	IL	60706	US	708-867-3288
Donald Bernstein	Davis Polk & Wardwell	450 Lexington Avenue		New York	NY	10017	US	212-450-3092
Douglas Bartner Jill Frizzley	Shearman & Sterling LLP	599 Lexington Avenue		New York	NY	10022	US	212-848-7179
Dr Jurgen W Gromer	Tyco Electronics Corp	PO Box 3608		Harrisburg	PA	17105	US	717-592-7555
Dr Jurgen W Gromer	Tyco Electronics Corp	PO Box 3608		Harrisburg	PA	17105-3608	US	717-592-7555
Dr Jurgen W Gromer	Tyco Electronics Corp	Amperstrabe 1214		Bensheim		D-64625	Germany	49-0-62-51-133-1-548
Ed Mike Sales Manager	Soletron De Mexico Sa De Cv	Soletron Invtronics	26525 American Dr	Southfield	MI	48034	US	248-263-8701
Frank H Avant President	Tdk Corporation Of America	1221 Business Center Dr		Mount Prospect	IL	60056	US	847-803-1125
Gary Thoe Chairman	Waupaca Foundry Inc	311 S Tower Rd		Waupaca	WI	54981	US	715-258-1712
Gordon Diag	Pbr Automotive Usa Pacific Group	140 Ellen Dr		Orion Township	MI	48359	US	248-377-4939
Harold M Stratton	Strattec Security Corp	3333 West Good Hope Rd		Milwaukee	WI	53209	US	414-247-3329
Hironobu Ono	Cataler North America Corp	7800 Chihama		Kakegawa-City Shizuoka			Japan	81-537-72-2629
Hitachi Automotive		34500 Grand River Ave		Farmington Hills	MI	48335	US	248-474-5097
Hitachi Chemical Asia Pacific	Hitachi Chemical Asia Pacific	Bedok Plant 20	Bedock South Rd	Singapore		469277	Singapore	656-444-6002
Infineon Technologies		StMartinStrasse 53		Munich		81669	Germany	49-0-89-234-8-52-02
James D Clark	IUE Comm Workers of America	501 3rd St NW 6th Floor		Washington	DC	20001	US	202-434-1343
James Le	Kurtzman Carson Consultants	12910 Culver Blvd	Suite I	Los Angeles	CA	90066	US	310-751-1561
Jeffrey Cohen	Pension Benefit Guaranty Corporation	1200 K Street NW	Suite 340	Washington	DC	20005	US	202-326-4112
Jeffrey Cohen	Pension Benefit Guaranty Corp	1200 K St NW		Washington	DC	20005	US	202-326-4112
Jim Offer	Pechiney Rolled Products	39111 W Six Mile Rd		Livonia	MI	48152	US	734-632-8483
Jim Trent	Nec Electronics Inc	Three Galleria Tower	13155 Noel Rd Ste 1100	Dallas	TX	75240	US	972-655-5133
Joe M Dorris President	Futaba Corp Of America	2865 Wall Triana Hwy		Huntsville	AL	35824	US	256-461-7741
Joe Minville	Flextronics Intl Asia Pacific	2 Robbins Rd		Westford	MA	01886	US	978-392-3011
Joel Robinson President Bob Finn	American Axle & Mfg Inc	One Dauch Dr		Detroit	MI	48211	US	313-974-2870
John Devine	General Motors Corporation	300 Renaissance Center	PO Box 300	Detroit	MI	48265	US	517-272-3709
John Devine	General Motors Corporation	300 Renaissance Center	PO Box 300	Detroit	MI	48265	US	517-272-3709
John Nielsen Dir Sales	Trw Automotive	12000 Tech Center Dr		Livonia	MI	48150	US	734-266-5704
John Wm Butler J Lyons R Meisler	Skadden Arps Slate Meagher & Flom	333 W Wacker Dr	Suite 2100	Chicago	IL	60606	US	312-407-0411
Kayalyn A Marafioti Thomas J Matz	Skadden Arps Slate Meagher & Flom	4 Times Square		New York	NY	10036	US	212-735-2000
Kenji Ito Vp Larry Khaykin	Aw Transmission Eng Aisin Seiki Co	Metro West Industrial Park	14933 Keel St	Plymouth	MI	48170	US	734-416-3844
Kenneth S Ziman Robert H Trust	Simpson Thatcher & Bartlett LLP	425 Lexington Avenue		New York	NY	10017	US	212-455-2502
Khuyen Ta	JPMorgan Chase Bank NA	Agent Bank Services Group	1111 Fannin 10th Floor	Houston	TX	77002	US	713-750-2938
Lance Williams Director Of Sales	Semiconductor Components	2000 S County Trail		East Greenwich	RI	02818	US	734-953-6860
Leo W Gerard	United Steel Workers	5 Gateway Center		Pittsburgh	PA	15222	US	412-562-2484
Linda Lynch	Robert Bosch Corporation	38000 Hills Tech Dr		Farmington Hills	MI	48331	US	248-848-6505
Lonie A Hassel	Groom Law Group	1701 Pennsylvania Avenue NW		Washington	DC	20006	US	202-659-4503
Martin J Bienenstock	Weil Gotshal & Manges LLP	767 Fifth Avenue		New York	NY	10153	US	212-310-8007
Michael Rudnicki	Niles Usa Inc	41129 Jo Dr		Novi	MI	48375	US	248-427-9701
Patrick Healy	Law Debenture Trust Company of NY	780 Third Ave 31st Fl		New York	NY	10017	US	212-750-1361
Paul Grimme	Freescale Semiconductor Inc	6501 William Cannon Dr West		Austin	TX	78735	US	512-895-8746
Peter Bauer EVP	Infineon Technologies	PO Box 80 09 49		Munich		81609	Germany	49-0-89-234-8-52-02
Peter Bauer, EVP	Infineon Technologies	PO Box 80 09 49		Munich		81609	Germany	49-0-89-234-8-52-02
Peter H Huizinga	Siemens Automotive Ltd	2400 Executive Hill Blvd		Auburn Hills	MI	48326	US	248-209-7877
Pioneer Indl Comp	Auto Electr Sales Inc	Kevin M Martin SVP	22630 Haggerty Rd	Farmington	MI	48335	US	248-449-1940
Ralph Seibt Sales Manager	Westwood Associates Inc	612 Willers Farm Rd		Milford	CT	06460	US	203-283-3100
Randall S Eisenberg	FTI Consulting Inc	3 Times Square	11th Floor	New York	NY	10036	US	212-841-9350

Contact	Company	Address 1	Address 2	City	State	Zip	Country	Fax
Reorganization Branch	Securities and Exchange Commission	233 Broadway		New York	NY	10279	US	
Richard Shoemaker	United Auto Workers	8000 E Jefferson		Detroit	MI	48214	US	313-823-6016
Robert Caruso	FTI Consulting Inc	333 West Wacker Drive	Suite 600	Chicago	IL	60606	US	312-759-8119
Robert Siegel	O'Melveny & Meyer LLP	400 South Hope Street		Los Angeles	CA	90071	US	213-430-6407
Ron Schubel	Molex Inc	222 Wellington Court		Lisle	IL	60532	US	630-813-5888
Russ Pollack Director Of Sales	Traxle Mfg Ltd	25300 Telegraph Rd Ste 450	Raleigh Office Center	Southfield	MI	48034	US	248-355-3558
Sam L Trency	Philips Semiconductors	1817 Dogwood Dr		Kokomo	IN	46902	US	765-452-9915
Scott Dekoker	Autocam Corporation	East Paris Ave		Kentwood	MI	49512	US	616-698-6876
Scott King	FTI Consulting Inc	Park One Center	6100 Oaktree Blvd Suite 200	Cleveland	OH	44131	US	216-986-2749
Scott Shilling Sales Director	Sgs Thompson	Victor Park West	19575 Victor Parkway	Livonia	MI	48152	US	734-462-4034
Sean Corcoran Karen Craft	Delphi Corporation	5725 Delphi Drive		Troy	MI	48098	US	248-813-2670
Steven M Cimalore	Wilmington Trust Company	1100 N Market St	Rodney Square N	Wilmington	DE	19890	US	302-636-4143
Ted B Opie	General Electric Company	Two Towne Square		Southfield	MI	48076	US	248-262-2663
Thomas F Maher R Duker G Russello	JPMorgan Chase Bank NA	270 Park Avenue		New York	NY	10017	US	212-270-0430
Tim Kuppler Vice President	Ti Group Automotive System	12345 E Nine Mile		Warren	MI	48090	US	586-427-3175
Tom A Jerman Rachel Janger	O'Melveny & Meyer LLP	1625 Eye Street NW		Washington	DC	20006	US	202-383-5414
Tracy Delcampo	Calsonic N America Inc	27000 Hills Tech Court		Farmington Hills	MI	48331	US	248-848-4850
Vilma Francis	JPMorgan Chase Bank NA	270 Park Avenue		New York	NY	10017	US	212-270-5484
Vince Sarrecchia	Panasonic Automotive	26455 American Dr		Southfield	MI	48034	US	248-447-7008
Y Yokoya	Hitachi Chemical Asia Pacific	Loyang Plant 32	Loyang Way	Singapore		508730	Singapore	656-546-2842

Company	Contact	Address 1	Address 2	City	State	Zip	Country	Fax
Ab Automotive Inc	Steve Weddle Vp	2500 Business Hwy 70 East	PO Box 2240	Smithfield	NC	27577	US	919-934-5186
Abc Group	Clemente Lavie General Manager	Avenue Norte 4 No 7		San Juan Del Rio		76809	Mx	52-427-272-1831
Advanced Micro Devices	Wolfgang Schmitz	Rosenheimer Strabe 143b		Munchen		81671	De	
Afx Industries Llc	Jdavid Sommerville	522 Michigan St		Port Huron	MI	48060	US	810-966-9522
Alba Lamps Inc	Dan Savocchia	5230 N Wesley Ct		Des Plaines	IL	60018	US	847-574-5881
Allegro Microsystems Inc	Deb Mund	2529 Commerce Dr	Ste G	Kokomo	IN	46902	US	765-854-2262
Alpine Electronics Of America Inc	Richard Fradette	421 Emmerson Ave		Greenwood	IN	46143	US	260-461-4516
Alps Automotive Inc	Muneki Mitch Ishida	1500 Atlantic Blvd		Auburn Hills	MI	48326	US	248-391-1564
Aluminum Co Of America	Jeff Lindsey	36555 Corporate Dr	Ste 185 Md2w	Farmington Hills	MI	48331	US	248-489-4345
American Axle & Mfg Inc	Joel Robinson President Bob Finn	One Dauch Dr		Detroit	MI	48211	US	313-974-2870
Analog Devices Inc	James F Graves North American Auto	5128 Wrentham Cove		Fort Wayne	IN	46813	US	260-434-1520
Android Industries	Gary Caldwell	50777 Varsity Court		Wixom	MI	48393	US	810-720-4849
Applied Bio Systems	Ann Wagoner	850 Lincoln Centre Dr		Foster City	CA	94404	US	650-638-5998
Ashimori Industry Co Ltd	Akihiko Imaya Group Deputy Gm	1018 Schrome		Kitachorie Nishiku	OSAKA	550-0014	Jn	81-6-6533-9290
Ats Automation Tooling Sys	John Leulo	17515 West Nine Mile Rd		Southfield	MI	48075	US	248-443-9974
Autocam Corporation	Scott Dekoker	East Paris Ave		Kentwood	MI	49512	US	616-698-6876
Aw Transmission Eng Aisin Seiki Co	Kenji Ito Vp Larry Khaykin	Metro West Industrial Park	14933 Keel St	Plymouth	MI	48170	US	734-416-3844
Balzars Inc	Kent Connell	495 Commerce Dr		Amherst	NY	14228	US	602-284-5409
Bax Global Inc	Joey Carnes Ceo	440 Exchange		Irvine	CA	92602	US	714-442-2900
Behr Hella Thermocontrol	Joe Borruso Ceo	43811 Plymouth Oaks Blvd		Plymouth	MI	48170	US	734-414-0911
Behr Industries Corp	Jan Hoetzel President	1020 Seven Mile Rd		Comstock Pk	MI	49321	US	616-789-9520
Bei Sensors & Systems Co Inc	Attn General Counsel	2700 Systron Dr		Concord	CA	94518	US	925-671-6647
Bend All Manufacturing	Ben Babianbuyer	575 Waydon Dr Rr1		Ayr	ON	NOB1EO	Ca	519-623-4177
Blissfield Mfg Co	Patrick Farver President	626 Depot St		Blissfield	MI	49228	US	517-486-2128
Blue Cross Blue Shield Of Michigan	John Fitzpatrick Gm Control Plan Op	600 Lafayette East		Detroit	MI	48226	US	313-225-6767
Brazeway Inc	Chris Hill Sales Manager	2711 Emaumee St		Adrian	MI	49221	US	517-266-9561
Cadillac Products Automotive Cmpny	John Brinkman	5800 Crooks Ste 100		Troy	MI	48098	US	248-813-8282
Calsonic N America Inc	Tracy Delcampo	27000 Hills Tech Court		Farmington Hills	MI	48331	US	248 848 4850
Camoplast Incorporated	Don Zurek Buyer	2144 Rue King W Ste 110		Sherbrook	QC	J1J 2E8	Ca	(819) 823-8772
Carlisle Engineered Prods	Bruce A Fassett	100 Seventh Ave Ste 100		Chardon	OH	44024	US	734-367-1431
Carolina Forge Company Llc Eft	Tom B McGinnis Vice President	15309 Baldwin St Ext	PO Box 459	Meaville	PA	16335	US	814-332-8275
Cataler North America Corp	Hironobu Ono	7800 Chihama		Kakegawa-City Shizuoka			JA	81-537-72-2829
Centra Inc	Attn General Counsel	12225 Stephen Rd		Warren	MI	48089	US	586-755-5607
Cherry Corp The	Mark Weier	11200 88th Ave		Pleasant Prairie	WI	53158	US	262-942-6365
Cherry Gmbh	Peter Bauer Executive	Cherrystr 1		Auerbach	BAVARIA		De	49.9643.18.1262
Clarion Corp Of America	Paul S Lachner Sr VP Auto Sales	40200 Grand River Ave	Ste 200	Novi	MI	48375	US	248-991-3101
Cmac Microcircuits Usa Inc	Attn General Counsel	1601 Hill Ave		West Palm Beach	FL	33407	US	561-434-6560
Collins & Aikman Corp	Lewis B Campbell	250 STEPHENSON HIGHWAY		TROY	MI	48083	US	401-421-2878
Cordaflex Sa De Cv	Don Zurek Buyer	Carr Panamericana Km 2306		Corregidora	QA	76900	Mx	442-225-0246
Corning Incorporated	Ron Rogers Regional Sales Manager	50 W Big Beaver Rd		Troy	MI	48084	US	248-680-4715
Corus Lp	Brian McGowan Sales Manager	496 Highway 35 Rr2		Pontypool	ON	LOA 1KO	CA	705-277-9742
Cts Corp	Vinod M Khilnani Cfo	905 West Blvd North		Elkhart	IN	46514	US	574-293-6146
Cyro Industries	Stephen Fett	100 Enterprise Dr	PO Box 5055	Rockaway	NJ	07866	US	973-442-6083
Dae Sung Electric Co Ltd	Sangkyu Kim	743 5 Wonsidong Ansancity		Kyunggido Bi 827		425-090	Sk	(031) 495-4887
Dae Yong Industry Company	Jung Kim Managering Director	Chungwangdong		Shiheungshi		429-850	Sk	82-31-499-3549
Datweiler Ag Gummi Kunststoffe	Attn General Counsel	15500 Wayzeta Blvd Ste 602		Wayzeta	MN	55391	US	843-431-9249
Dayco Products Llc	Tim Hartigan	6120 South Yale Ave	Ste 900	Tulsa	OK	74136	US	918-481-2363
Denso Sales Of California	Masaaki Max Adachi President	3900 Via Oro Ave		Long Beach	CA	90810	US	310-513-7319
Dmc 2 Canada Corporation	Bill Staron	2347 Commercial Dr		Auburn Hills	MI	48326	US	248-340-2471
Dura Automotive Systems	Dave Klein	1016 E 1st St		Gladwin	MI	48624	US	248-299-7544
E I Dupont De Nemours	Carolann Haznedar Vp Sales Mktng	950 Stephenson Hwy		Troy	MI	48083	US	248-583-8121
Ecobat America Llc	Bob Finn Ceo	2777 Stemmons Freeway	Ste 1800	Dallas	TX	75207	US	214-631-4013
Electric Launch Company Inc	Attn General Counsel	35 South Washington St		Athens	NY	12015	US	518-945-1504
Engelhard Corporation	Barry Perry	101 Wood Ave		Iselin	NJ	08830	US	732-906-0337
Engineered Materials Solutions	Bruce A Lagreca Mktng Prdct Mngr	39 Perry Ave	PO Box 2410	Attleboro	MA	02703	US	508-342-2115
Essex Group Inc	Richard Fradette Vp Finance	1601 Wall St		Fort Wayne	IN	46801	US	260-461-4516
Federal Mogul	Deanna Labudde	1277 Joe Battle Blvd		Elpas	TX	79936	US	877-242-5701
Fischer Holding Gmbh	Mr Peter Trick President	1084 Doris Rd		Auburn Hills	MI	48326	US	248-276-1942
Flextronics Intl Asia Pacific	Joe Minville	2 Robbins Rd		Westford	MA	01886	US	978-392-3011
Freescale Semiconductor Inc	Paul Grimme	6501 William Cannon Dr West		Austin	TX	78735	US	512-895-8746
Fujikoki America Inc	Denis Littwin VP Engineering	4040 Bronze Way		Dallas	TX	75237	US	214-330-1015

Company	Contact	Address 1	Address 2	City	State	Zip	Country	Fax
Fujitsu Ten Corporation	Chet Korzeniewski	46029 Five Mile Rd		Plymouth	MI	48170	US	734-414-6660
Furukawa Electric North	Shuzo Mihara Senior Vice President	47677 Galleon Dr		Plymouth	MI	48170	US	734-254-9350
Futaba Corp Of America	Joe M Dorris President	2865 Wall Triana Hwy		Huntsville	AL	35824	US	256-461-7741
General Electric Company	Ted B Opie	Two Towne Square		Southfield	MI	48076	US	248-262-2663
General Motors Corporation	John Devine	300 Renaissance Center	PO Box 300	Detroit	MI	48265	US	517-272-3709
Goodyear Tire & Rubber Co The	Robert Keegan	1144 East Market St		Akron	OH	44316	US	330-796-1145
Grand Rapids Controls Co Llc	Attn General Counsel	825 Northland Dr		Rockford	MI	49341	US	616-866-1373
Hdk America Inc	Scott Wilhelm Vice President	2995b Wall Triana Hwy		Huntsville	AL	35824	US	256-772-3475
Hitachi Automotive		34500 Grand River Ave		Farmington Hills	MI	48335	US	248-474-5097
Hitachi Automotive	Darrell Seitz Senior Acct Mgr	955 Warwick Rd		Harrodsburg	KY	40330	US	248-474-5097
Hitachi Chemical Asia Pacific	Hitachi Chemical Asia Pacific	Bedok Plant 20	Bedock South Rd	Singapore		469277	SG	5455 407
Hitachi Chemical Asia Pacific	Y Yokoya	Loyang Plant 32	Loyang Way	Singapore		508730	SG	5455 407
Hoover Precision Products Inc	Joe Schmenk Ceo	500 Jonesborough Rd		Erwin	TN	37650	US	423 743 8050
Hss Llc	David Bader	5446 Dixie Highway		Saginaw	MI	48601	US	989-777-4818
Hydro Aluminum Adrian	T Wayne Yielding	1607 E Maumee St	PO Box 809	Adrian	MI	49221	US	517-264-2388
Hyo Seong Electric Co Ltd	General Counsel	10473 Yongsuri Junkwanmyun		Pusan		10473	Sk	82-51-728-3698
Ina Usa Corp	Marc Vachon Vp Of Sales	1750 East Big Beaver Rd		Troy	MI	48083	US	248-528-4988
Infineon Technologies	Peter Bauer EVP	PO Box 80 09 49		Munich		81609	DE	49-0-89-234-8-52-02
Infineon Technologies		StMartinStrasse 53		Munich		81669	DE	49-0-89-234-8-52-02
Intermet Corporate	John Rutherford Vice President	5445 Corporate Dr		Troy	MI	48098	US	248-952-2501
Intermetstevensville	Tom Winkle	2800 Yasdick Dr		Stevensville	MI	49127	US	248-952-1512
International Rectifier	Janice Frank	1761 E Lincoln Rd		Kokomo	IN	46902	US	765-453-5583
International Resistive Co	Attn General Counsel	4222 South Staples St		Corpus Christie	TX	78411	US	361-992-3377
Invar Manufacturing Ltd	General Counsel	1 Parry Dr		Batawa	ON	KOK 1E0	C	519 824 8479
Invensys Precision Die Casting	Steve Larkin	232 Hopkinsville Rd		Russelville	KY	42276	US	270-726-0571
Isi Of Indiana Inc	Brad Countryman Salesman	1212 East Michigan St		Indianapolis	IN	46202	US	317-631-7981
Itt Industries Inc	Laura Reuter Buyer	Carretera Intl Km 1969	Colonia Guadalajara Nogales	Empalme Sonora	SO	85340	Mx	248-836-9720
IUE Comm Workers of America	James D Clark	501 3rd St NW 6th Floor		Washington	DC	20001	US	
Jabil Circuits	Michael A Czarnota	3800 Giddings Rd		Auburn Hills	MI	48326	US	248-292-6920
Jeffrey Cohen	Pension Benefit Guaranty Corporation	1200 K Street NW	Suite 340	Washington	DC	20005	US	
Jiffyite Co Inc	Ronald C Diliddo President	4437 Warren Ave		Lancaster	NY	14086	US	716 681 7788
John Devine	General Motors Corporation	300 Renaissance Center	PO Box 300	Detroit	MI	48265	US	
Johnson Electric North	Nick Rossi Vice President Marketing	47660 Halyard Dr		Plymouth	MI	48170	US	734-392-1020
Judd Wire Inc Eft	Michael Lounghmann	124 Turnpike Rd		Turner Falls	MA	01376	US	413-863-2305
KANE MAGNETICS ACQUISITION		700 ELK AVE		KANE	PA	16735	US	
Kaumagraph Flint Corp	Hiroshi Tatsukawa	1935 Davis Ln		Marietta	GA	30067	US	770-226-9048
Kds America	Mitsuoki Yamada	10901 Granada Ln		Overland Pk	KA	66211	US	913-491-6812
Kemet Electronics Corp	David Maguire	1900 Billy Mitchell Blvd		Brownsville	TX	78521	US	864-963-6300
Kensington Capital Corporation	Victor Tatum Account Manager	5725 Forward Ave	Ste 301	Pittsburg	PA	15217	US	412-422-9617
Koa Speer	Chris Forbes	Bolivar Dr		Bradford	PA	16701	US	814-362-8883
Koyo Corp Of Usa	Tom Nemoto Ceo	1006 Northpoint Blvd		Blythewood	SC	29016	US	440-835-9347
Krah Rwi		Markische Staße 4		Drolshagen		D-57489	De	+49 492761701177
Ladd Industries Inc	Melissa Watkins	4849 Hempstead Station Dr		Kettering	OH	45429	US	927-428-9755
Law Debenture Trust Company of NY	Patrick Healy	780 Third Ave 31st Fl		New York	NY	10017	US	212-750-1361
Lebelier Queretaro Sa De Cv	Ray Abrahamson	Calle 2 No 18 Fracc		Queretaro	QA	76120	Mx	442-192-7301
Lemforder Sistemas Automotrice	Tom Gorman General Manager	15811 Centennial Dr		Northville	MI	48167	US	734-416-8218
Linamar Corporation	Elizabeth Albert	287 Speedvale Ave		Guelph	ON	N1H1C1	Ca	519.837.6703
Littelfuse Inc	Michael P Sammons General Mgr Auto	800 E Northwest Hwy		Des Plaines	IL	60016	US	847-759-0272
Lunt Manufacturing Co Inc	Jon Miller	601605 Lunt Ave		Schaumburg	IL	60193	US	847-524-5659
Macauto	Mr Jj Liao President	80 Excel Dr		Rochester	NY	14621	US	585-342-2085
Magnesium Products Of America Inc	Attn General Counsel	2001 Industrial Dr		Eaton Rapids	MI	48827	US	517-663-2714
Marquardt Gmbh	Peter Cherry Owner	Schlossstrasse 16		Rietheimweilheim	BADENWUERTTEMBERG		De	49.74.24.99.2399
Meadville Forge Co		Po Box 459		Meadville	PA	16335	US	814-332-8218
Meadwestvaco Corporation	Joe Swetz Buyer	1 High Ridge Pk		Stamford	CT	06905	US	203-461-7675
Methode Electronics Inc	Don Duda President	7401 W Wilson		Chicago	IL	60706	US	708-867-3288
Micron Semiconductors	Roger Hawkins	8000 S Federal Way		Boise	ID	83716	US	208-368-4617
Midwest Tool & Die Corp	Dave Venderley	327 Ley Rd		Fort Wayne	IN	46825	US	219-482-7261
Milliken Co	Tom Nevius Jack Richardson	201 Lukken Industrial Dr West	Mdc M821	Lagrange	GA	30240	US	706-88-05115
Miniture Precision Components	Jim Brost President	100 Wisconsin Sterrt		Walworth	WI	53184	US	262-275-6346
Mitsubishi Electric	Bruce Beyer	15603 Centennial Dr		Northville	MI	48167	US	734-453-6211

Company	Contact	Address 1	Address 2	City	State	Zip	Country	Fax
Mivrag Cold Forming	Mike Richardson	43902 Woodward Ave	Ste 280	Bloomfield Hills	MI	48302	US	248-333-1855
Mj Celco Inc	Michael J Cielak President	3900 Wesley Terrace		Schiller Pk	IL	60176	US	847 671 1978
Molex Inc	Ron Schubel	222 Wellington Court		Lisle	IL	60532	US	630-813-5888
Motorola	Meredith Nickol VP Sales	37101 Corporate Dr		Farmington Hills	MI	48331	US	248-324-9442
Mubea Inc	Karl Blecker Gen Mngr Suspension	6800 Industrial Rd		Florence	KY	41042	US	859-727-2885
Mueller Brass Co	David Lockhart Director Of Sales	2199 Lapeer Av		Port Huron	MI	48040	US	810 364 6340
Murata Electronics North	David M McGinnis	2200 Lake Park Dr		Smyrna	GA	30080	US	678-842-6625
National Logistics Mgt Co Inc	Attn General Counsel	14320 Joy Rd		Detroit	MI	48228	US	248-351-9824
National Semiconductor Corp	Jennifer Schmitt	10333 N Meridian	Ste 400	Indianapolis	IN	46290	US	317-705-6515
Ndk America Inc	Mark Schutte	614 E Poplar		Kokomo	IN	46902	US	765-455-0339
Nec Electronics Inc	Jim Trent	Three Galleria Tower	13155 Noel Rd Ste 1100	Dallas	TX	75240	US	972-655-5133
Niles Usa Inc	Michael Rudnicki	41129 Jo Dr		Novi	MI	48375	US	248-427-9701
Noma Inc	General Counsel	245 Drumlin Circle		Concord	ON	L4K3B9	Ca	905.738.4340
Oberg Industries Inc	Eric Oberg	208 S Mc Kemy		Chandler	AZ	85226	US	724-295-0395
Ogura Corporation	John Matthews	631 Ajax Dr		Madison Heights	MI	48071	US	248-691-2698
Oki Semiconductor	Garland Miller	1800 S Plate		Kokomo	IN	46902	US	765-456-1234
Olin Corp	Devin Denner Sales Manager	427 N Shamrock St		East Alton	IL	62024	US	618-258-3481
Olson International	Tim Gleason President	50 W North Ave		Lombard	IL	60148	US	630-261-9707
Omron Dualtec Auto	Richard Conlin Sr Account Mgr	29185 Cabot Dr		Novi	MI	48377	US	248-488-5430
Pam Dedicated Services Inc	Jack Canzonetta Vp Auto Marketing	1450 N Bailey Rd North		Jackson	OH	44451	US	330-270-7926
Panasonic Automotive	Vince Sarrecchia	26455 American Dr		Southfield	MI	48034	US	248-447-7008
Pbr Automotive Usa Pacific Group	Gordon Diag	140 Ellen Dr		Orion Township	MI	48359	US	248-377-4939
Pechiney Rolled Products	Jim Offer	39111 W Six Mile Rd		Livonia	MI	48152	US	734-632-8483
Penn Aluminum Intl Inc Eft	Bruce Kasten Sales Manager	1117 N Second St		Murphysboro	IL	62966	US	618-684-3866
Pension Benefit Guaranty Corp	Jeffrey Cohen	1200 K St NW		Washington	DC	20005	US	202-326-4112
Penske Transport & Logistics Seq	Julie Kinsbury	501 Kindleberger Rd		Kansas City	KS	66115	US	913-342-3395
Philips Enabling Technologies Group	General Counsel	Anton Philipsweg 4		Lommel			Be	765-452-9915
Philips Optical Storage	Gerard Kleisterlee	Amstelplein 2 Breitner Ctr	PO Box 77900 1070 Mx	Amsterdam			Ni	31-40-273-8900
Philips Semiconductors	Sam L Trency	1817 Dogwood Dr		Kokomo	IN	46902	US	31 40 2786657
Phillips Plastics	Bob Cervanka Ceo Owner	703 Promed Ln	Ste 201	Carmel	IN	46032	US	317-573-0525
Pioneer Indl Comp	Auto Electr Sales Inc	Kevin M Martin SVP	22630 Haggerty Rd	Farmington	MI	48335	US	248-449-1940
Pioneer Speakers Inc	Brad Garwood	8701 Siempre Viva Rd		San Diego	CA	92154	US	317-573-1463
Robert Bosch Corporation	Linda Lynch	38000 Hills Tech Dr		Farmington Hills	MI	48331	US	248-848-6505
Roctel Manufacturing Ltd	Russ Pollack Director Of Sales	25300 Telegraph Rd Ste 450	Raleigh Office Ctr	Southfield	MI	48034	US	248-355-3558
Rohm Corp	Tom Scalzo	3034 Owen Dr		Antioch	TN	37013	US	765-457-7732
Rsr Corporation	Robert Finn Ceo	2777 N Stemmons Fwy	Ste 1800	Dallas	TX	75207	US	214-631-4013
Ryder Intergrated Logistics	Richard Jennings VP Automotive	37000 W 12 Mile Rd	Ste 115	Farmington Hills	MI	48331	US	248-553-0167
S & Z Tool & Die Co	Keith Miller Director	3180 Berea Rd		Cleveland	OH	44111	US	216-252-7270
Saiaburgess Automotive Inc	Don Van Cott	303 Gregson Dr		Cary	NC	27511	US	919-380-2309
	Ben Babian Buyer							55 19 3805 7432
Schaeffer Brasil Ltda		R Dr Jose Fabiano De Christo Gurjao		Mogi Mirim	SAO PAULO	13800000	Be	
Semiconductor Components	Lance Williams Director Of Sales	2000 S County Trail		East Greenwich	RI	02818	US	734-953-6860
Sensus Precision Die	Steve Larkin President	232 Hopkinsville Rd		Russelville	KY	42276	US	270-726-0571
Setech Inc		Po Box 163		West Milton	OH	45383	US	615-216-0936
Sgs Thompson	Scott Shilling Sales Director	Victor Park West	19575 Victor Parkway	Livonia	MI	48152	US	734-462-4034
Sharp Electronics Corp	Akihiko Imaya Group	Deputy General Manager	26131 Chinomoto Cho Tenri	Nara		632-8567	JA	81-743-65-2809
Siemens Automotive Ltd	Peter H Huizinga	2400 Executive Hill Blvd		Auburn Hills	MI	48326	US	248-209-7877
Solectron De Mexico Sa De Cv	Ed Mike Sales Manager	Solectron Invtrotronics	26525 American Dr	Southfield	MI	48034	US	248-263-8701
Source Electronics	Dan Baeton	26 Clinton Dr		Hollis	NH	03049	US	630-541-0006
SPECIAL DEVICES INC		14370 WHITE SAGE RD		MOORPARK	CA	93021	US	
Spx Contech	Jim Peters President	8001 Angling Rd		Portage	MI	49024	US	269-327-9997
Stanley Electric Sales	John Crego	2600 Barranca Pkwy		Irvine	CA	92606	US	714-222-0555
Strattec Security Corp	Harold M Stratton	3333 West Good Hope Rd		Milwaukee	WI	53209	US	414-247-3329
Sumitomo Corporation	Masayoshi Morii President	39555 Orchard Hill Pl	Ste L60	Novi	MI	48375	US	248 347 9451
Taigene Electric Machinery Co	Joy Chung General Mgr Na	6001n Adams Rd Ste 125	Adams Woods Office Plaza	Bloomfield Hills	MI	48304	US	248-593-5749
Tdk Corporation Of America	Frank H Avant President	1221 Business Center Dr		Mount Prospect	IL	60056	US	847-803-1125
Tenatronics Limited	General Counsel	776 Davis Dr E		Newmarket	ON	L3Y 2R4	Ca	905-898-7947
Tesa Ag	General Counsel	Quickbornstr 24		Hamburg			De	49-40-4909-2236
Texas Instruments Inc	Brent Mewhinney	12900 North Meridian St	Suite 175 Ms 4070	Carmel	IN	46032	US	317-573-6410
Textron Inc	Martin W Schnurr Exec VP Sales	840 West Long Lake Rd	Ste 450	Troy	MI	48098	US	248-813-6371
Thyssen Krupp Stahl Company Inc	Attn General Counsel	111 E Pacific		Kingsville	MO	64061	US	816-597-3485



Company	Contact	Address 1	Address 2	City	State	Zip	Country	Fax
Ti Group Automotive System	Tim Kuppler Vice President	12345 E Nine Mile		Warren	MI	48090	US	588-427-3175
Timken Company	Brian Ruel	31100 Telegraph Rd Ste 270		Bingham Farms	MI	48025	US	248-433-2253
Tokico Usa Inc	Laura Pederson	17225 Federal Dr Ste 100		Allen Pk	MI	48101	US	313-336-2190
Torrington Co	James W Griffith	1835 Dueber Ave Sw		Canton	OH	44706	US	330-471-4388
Trans Tron Ltd Div Of Futaba	Garland Miller	1800 South Plate		Kokomo	IN	46902	US	765-456-1234
Transgear Manufacturing Inc	Alfred Napolitano	400 Massey Rd		Guelph	ON	N1K 1C4	Ca	519.763.5370
Traxle Mfg Ltd	Russ Pollack Director Of Sales	25300 Telegraph Rd Ste 450	Raleigh Office Center	Southfield	MI	48034	US	262-472-6310
Trostel Ltd	Ric Habeck	840 Executive Dr		Whitewater	WI	53190	US	734-266-5704
Trw Automotive	John Nielsen Dir Sales	12000 Tech Center Dr		Livonia	MI	48150	US	717-592-7555
Tyco Electronics Corp		Po Box 3608		Harrisburg	PA	17105-3608	US	717-592-7555
Tyco Electronics Corp	Dr Jurgen W Gromer	Amperestrabe 1214		Bensheim		D-64625	DE	717-592-7555
Tyco Electronics Corp	Dr Jurgen W Gromer	PO Box 3608		Harrisburg	PA	17105	US	717-592-7555
Tyco Electronics Corp	Dr Jurgen W Gromer	PO Box 3608		Harrisburg	PA	17105-3608	US	49-0-62-51-133-1-548
United Auto Workers	Richard Shoemaker	8000 E Jefferson		Detroit	MI	48214	US	313-823-6016
United Steel Workers	Leo W Gerard	5 Gateway Center		Pittsburgh	PA	15222	US	412-562-2484
Vehcom Mfg	Peter Caulfield	287 Speedvale Ave West		Guelph	ON	N1H 1C5	Ca	(519) 837-6703
Viasystems Canada Inc13	Richard B Kampf VP Sales Marketing	101 South Hanley Rd	Ste 400	St Louis	MS	63105	US	341-746-2233
Victory Packaging	Bjoern Goeke	3555 Timmons Lane	Suite 1440	Houston	TX	77027	US	713-961-3824
Vishay Dale Electronics	Attn General Counsel	1122 23rd St		Columbus	NE	06860	US	402-563-6418
Vishay General Semiconductor Llc	Ann Taylor	10 Melville Pk Rd		Melville	NY	11747	US	765-453-0599
Visteon Automotive Systems	Stephen Mcgarry Gm Customer Bus Gp	40 West 2070 One Village Dr		Vanburen Town Ship	MI	48111	US	734-736-5547
Wamco Inc	James Snyder	2978 Main St		Buffalo	NY	14214	US	716-833-2926
Waupaca Foundry Inc	Gary Thoe Chairman	311 S Tower Rd		Waupaca	WI	54981	US	715-258-1712
Wells Fargo Business Credit Inc	Attn General Counsel	26677 West 12 Mile Rd		Southfield	MI	48034	US	248-358-8353
Westwood Associates Inc	Ralph Seibt Sales Manager	612 Willers Farm Rd		Milford	CT	06460	US	203-283-3100
Wiegel Tool Works Inc	Chris Beall	935 North Central Ave		Wood Dale	IL	60191	US	630- 595-6373
Wilmington Trust Company	Steven M Cimalore	1100 N Market St	Rodney Square N	Wilmington	DE	19890	US	302-636-4143
Woory Industrial Co Ltd	Jin K Yoo Jason Kim	5161 YoungduckRi	KiheungEub YonginSi	KyongkiDo			Sk	82-31-204-3199

Company	Contact	Address1	Address2	City	State	Zip	Country	Phone	Fax	E-Mail
Appaloosa Management LP		26 Main St		Chatham	NJ	07928		973-701-7000	973-701-7309	
Bank of New York	Bennie Lloyd	One Wall St		New York	NY	10286		212-495-1784	212-815-6471	
Brandes Investment Partners LLC	Theodore Kim	11988 El Camino Real 500		San Diego	CA	92130-2594		858-755-0239	858-755-0916	<a href="mailto:ted.kim@brandes.com">ted.kim@brandes.com</a>
Capital Research & Management Company	Christopher Buchbinder	1 Market Pl	Steuart Tower 1800	San Francisco	CA	94105-1409		415-421-9360	415-263-7923	<a href="mailto:czb@capgroup.com">czb@capgroup.com</a>
Dodge & Cox	Kouji Yamada	555 California St	40th Flr	San Francisco	CA	94104-1503		415-981-1710	415-291-8367	<a href="mailto:ky@dodgeandcox.com">ky@dodgeandcox.com</a>
JP Morgan Chase Bank NA Admin Agent	Khuyen Ta	Agent Bank Services Group	1111 Fannin 10th Flr	Houston	TX	77002			313-225-2290 313-225-1730 214-965-2255	
Kirkpatrick & Lockhart Nicholson Graham LL	Edward M Fox Esq	599 Lexington Av		New York	NY	10022		212-536-3900	212-536-3901	<a href="mailto:efox@klng.com">efox@klng.com</a>
State Street Global Advisors	Mitchell Shames Esq	c/o Global Fundamental Research	1 Lincoln St	Boston	MA	02111-2900		617-664-4738	617-664-6273	<a href="mailto:mitch_shames@ssga.com">mitch_shames@ssga.com</a>
State Street Global Advisors	Jane Parsons	c/o Global Fundamental Research	1 Lincoln St	Boston	MA	02111-2900		617-664-4738	617-664-6273	<a href="mailto:jane_parsons@ssga.com">jane_parsons@ssga.com</a>
Wilmington Trust Co as Indenture Trustee	Steven M Cimalore	Rodney Square N	1100 N Market St	Wilmington	DE	19890		302-636-6058	302-651-8882	<a href="mailto:scimalore@wilmingtontrust.com">scimalore@wilmingtontrust.com</a>

## **EXHIBIT B**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
:  
In re :  
:  
Chapter 11  
DELPHI CORPORATION, et al., :  
:  
Case No. 05-44481 (RDD)  
Debtors. :  
:  
(Jointly Administered)  
:  
-----X

INTERIM ORDER UNDER 11 U.S.C. §§ 105, 362, AND 541 AND BANKRUPTCY  
RULE 3001 (A) ESTABLISHING NOTIFICATION PROCEDURES APPLICABLE TO  
SUBSTANTIAL HOLDERS OF CLAIMS AND EQUITY SECURITIES AND (B)  
ESTABLISHING NOTIFICATION AND HEARING PROCEDURES  
FOR TRADING IN CLAIMS AND EQUITY SECURITIES ("CLAIMS TRADING  
ORDER")

Upon the motion, dated October 8, 2005 (the "Motion"),<sup>1</sup> of Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates (the "Affiliate Debtors"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an interim order (the "Order") under 11 U.S.C. §§ 105, 362, and 541 and Bankruptcy Rule 3001(e) establishing notice and hearing procedures for trading in claims against, and equity securities in, the Debtors; and upon the Affidavit Of Robert S. Miller, Jr. In Support Of Chapter 11 Petitions And First Day Orders; sworn to October 8, 2005; and upon the record of the hearings held on the Motion; and this Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; while at the same time preserving, to the greatest extent possible, a liquid trading market in the claims against

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1 Unless otherwise defined herein, all capitalized terms shall have the meaning ascribed to them in the Motion.



the Debtor; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is GRANTED on an interim basis as provided herein, pending a further order by this Court with provisions with respect to claims trading described in paragraph 4(f).
2. Except as provided in paragraph 4(f), below, any purchase, sale, or other transfer of claims against, or equity securities in, the Debtors in violation of the procedures set forth herein (including the notice requirements set forth in paragraphs 3(a) and 4(a) below) shall be null and void ab initio as an act in violation of the automatic stay under U.S.C. §§ 362 and 105(a) of the Bankruptcy Code.
3. The following procedure shall apply to trading in equity securities of Delphi:
  - (a) Any person or entity who currently is or becomes a Substantial Equityholder (as defined in paragraph (e) below) shall file with this Court, and serve on the Debtors and counsel to the Debtors, a notice of such status, in the form attached hereto as Exhibit 1A, on or before the later of (A) 40 days after the effective date of the notice of entry of this Order or (B) ten days after becoming a Substantial Equityholder.
  - (b) Prior to effectuating any transfer of equity securities (including options to acquire stock, as defined in paragraph (e) below) that would result in an increase in the amount of common stock of Delphi beneficially owned by a Substantial Equityholder or would result in a person or entity's becoming a Substantial Equityholder, such Substantial Equityholder shall file with this Court, and serve on the Debtors and counsel to the Debtors, advance written notice, in the form attached hereto as Exhibit 1B, of the intended transfer of equity securities.
  - (c) Prior to effectuating any transfer of equity securities (including options to acquire stock) that would result in a decrease in the amount of common stock of Delphi beneficially owned by a Substantial Equityholder or would result in a person or entity's ceasing to be a Substantial Equityholder, such Substantial

Equityholder shall file with this Court, and serve on the Debtors and counsel to the Debtors, advance written notice, in the form attached hereto as Exhibit 1C, of the intended transfer of equity securities.

(d) The Debtors shall have 30 calendar days after receipt of a Notice of Proposed Transfer to file with this Court and serve on such Substantial Equityholder an objection to any proposed transfer of equity securities described in the Notice of Proposed Transfer on the grounds that such transfer may adversely affect the Debtors' ability to utilize their Tax Attributes. If the Debtors file an objection, such transaction will not be effective unless approved by a final and nonappealable order of this Court. If the Debtors do not object within such 30-day period, such transaction may proceed solely as set forth in the Notice of Proposed Transfer. Further transactions within the scope of this paragraph must be the subject of additional notices as set forth herein, with an additional 30-day waiting period.

(e) For purposes of this Order, (A) a "Substantial Equityholder" is any person or entity which beneficially owns at least 14,000,000 shares (representing approximately 2.5% of all issued and outstanding shares) of the common stock of Delphi, (B) "beneficial ownership" of equity securities includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all shares owned or acquired by its subsidiaries), ownership by such holder's family members and persons acting in concert with such holder to make a coordinated acquisition of stock, and ownership of shares which such holder has an option to acquire, and (C) an "option" to acquire stock includes any contingent purchase, warrant, convertible debt, put, stock subject to risk of forfeiture, contract to acquire stock, or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

4. The following procedure shall apply to trading in claims against the Debtors:

(a) Any person or entity who currently is or becomes a Substantial Claimholder (as defined in paragraph (e) below) shall file with this Court, and serve on the Debtors and counsel to the Debtors, a notice of such status, in the form attached hereto as Exhibit 2A, on or before the later of (A) 40 days after the effective date of the notice of entry of this Order or (B) ten days after becoming a Substantial Claimholder.

(b) Except as provided in paragraph 4(f), below, prior to effectuating any transfer of claims that would result in an increase in the amount of aggregate principal claims beneficially owned by a Substantial Claimholder or would result in a person or entity's becoming a Substantial Claimholder, such Substantial Claimholder shall file with this Court, and serve on the Debtors and counsel to the Debtors, advance written notice, in the form attached hereto as Exhibit 2B, of the intended transfer of claims, regardless of whether such transfer would be subject to the filing, notice and hearing requirements of Bankruptcy Rule 3001.

(c) Except as provided in paragraph 4(f), below, prior to effectuating any transfer of claims that would result in a decrease in the amount of aggregate principal claims beneficially owned by a Substantial Claimholder or would result in a person or entity's ceasing to be a Substantial Claimholder, such Substantial Claimholder shall file with this Court, and serve on the Debtors and counsel to the Debtors, advance written notice, in the form attached hereto as Exhibit 2C, of the intended transfer of claims, regardless of whether such transfer would be subject to the filing, notice and hearing requirements of Bankruptcy Rule 3001.

(d) The Debtors shall have 30 calendar days after receipt of such Notice of Proposed Transfer to file with this Court and serve on such Substantial Claimholder an objection to any proposed transfer of claims described in a Notice of Proposed Transfer on the grounds that such transfer may adversely affect the Debtors' ability to utilize their Tax Attributes. If the Debtors file an objection, such transaction will not be effective unless approved by a final and nonappealable order of this Court. If the Debtors do not object within such 30-day period, such transaction may proceed solely as set forth in the Notice of Proposed Transfer. Further transactions within the scope of this paragraph must be the subject of additional notices as set forth herein, with an additional 30-day waiting period.

(e) For purposes of this Order: (1) a "Substantial Claimholder" is any person or entity that beneficially owns an aggregate principal amount of claims against the Debtors equal to or exceeding \$100,000,000 or any controlled entity through which a Substantial Claimholder beneficially owns an indirect interest in claims against the Debtors, (2) "beneficial ownership" of claims includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all claims owned or acquired by its subsidiaries), ownership by family members and any group of persons acting pursuant to a formal or informal understanding to make a coordinated acquisition of claims, and ownership of claims which such holder has an option to acquire, and (3) an "option" to acquire claims includes any contingent purchase, put, contract to acquire a claim(s) or similar interest, regardless of whether it is contingent or otherwise not currently exercisable, provided, however, that solely for purposes of this Order, claims against the Debtors shall not include any claims pursuant to the 5-Year Third Amended and Restated Credit Agreement among, inter alia, Delphi Corporation, as Borrower, and JPMorgan Chase Bank, N.A. as Administrative Agent, dated as of June 14, 2005, or the Revolving Credit, Term Loan and Guaranty Agreement among inter alia, Delphi Corporation, a Debtor and a Debtor-in-Possession under chapter 11 of the Bankruptcy Code, as Borrower, and JPMorgan Chase Bank, N.A., as Administrative Agent, dated as of October \_\_, 2005.

(f) Notwithstanding paragraphs (b) and (c) above, no transfer of claims to or from any person or entity listed on Schedule A, attached hereto, or any affiliate thereof shall be subject to any requirements under this Order, and no such transfer shall be rendered void ab initio for any reason under this Order. Any person or entity not currently listed on Schedule A may elect to be added thereto upon providing written request to the Debtors and counsel to the Debtors, at the addresses specified on Exhibit 2A, without further order of this Court, and the Debtors shall respond to each

such request by the end of the business day following the business day of receipt thereof, and shall not unreasonably refuse to add any such person or entity to Schedule A. The persons and entities listed on Schedule A are hereby informed of the Debtors' intention to formulate a final claims trading order that may require such entities and persons to dispose of claims against the Debtors to the extent necessary and proper to protect the Debtors' tax attributes under Section 382(l)(5) of the Internal Revenue Code and in a manner calculated to satisfy the requirements of Treas. Reg. § 1.382-9(d)(3), provided, however that no such entity or person will be required to reduce its holdings below the greater of (i) the threshold for being a Substantial Claimholder under this Order; and (ii) the amount of claims against the Debtors of which the entity had beneficial ownership on October 8, 2005, plus the amount of claims against the debtors acquired by such entity after such date pursuant to binding contracts entered into on or before such date. Furthermore, in relying on the benefits of this paragraph 4(f), the entities and persons listed on Schedule A agree that they will cooperate in good faith and work with the Debtors to formulate such a final claims trading order.

5. Any notice required by the proposed order to be served by Substantial Claimholders (as defined in the proposed order), if effected prior to the filing of a proof of claim by a Substantial Claimholder, will not limit the right of a creditor to assert any and all claims, whether or not such claims are in addition to or differ from those listed on the notice, in a proof of claim filed in accordance with any future orders of this Court.

6. The Debtors may waive, in writing and in their sole and absolute discretion, any and all restrictions, stays, and notification procedures contained in this Order.

7. The Debtors shall serve a notice of the entry of this Order setting forth the procedures authorized herein substantially in the form annexed hereto as Exhibit 3 (the "Notice of Order") on (a) the Office of the United States Trustee, (b) counsel to any statutory committee appointed in these cases, (c) counsel to the agents for the prepetition and postpetition lenders, (d) the Debtors' 50 largest secured creditors, (e) the indenture trustees or transfer agents for any class of common stock of Delphi or any bonds or debentures of the Debtors, (f) the Securities and Exchange Commission, and (g)



the Internal Revenue Service. Notice served pursuant to the preceding sentence shall be via first class mail, postage prepaid. Additionally, the Debtors shall publish the Notice of Order in the Wall Street Journal. No further notice of entry of this Order need be served by the Debtors.

8. Any indenture trustee(s) or transfer agent(s) for any bonds or debentures of the Debtors or any stock of Delphi having notice hereof shall provide such Notice of Order to all holders of such bonds or debentures in excess of \$50,000,000 or stock in excess of 7,000,000 shares registered with such indenture trustee or transfer agent; provided that, if any indenture trustee or transfer agent provides the Debtors with the name and addresses of all holders of such bonds, debentures, or stock, the Debtors shall deliver the Notice of Order to such holders. Any such registered holder must, in turn, provide such Notice of Order to any holder for whose account such registered holder holds such bonds or debentures in excess of \$50,000,000 or stock in excess of 7,000,000 shares, and so on down the chain of ownership. Except in the case of transfers exempted under paragraph 4(f) of this Order, any person or entity or broker or agent acting on their behalf which sells claims against the Debtors in the aggregate principal amount of at least \$10,000,000 to another person or entity shall provide notification of the existence of this Order or its contents to such purchaser of such claims or to any broker or agent acting on such purchaser's behalf, to the extent reasonably feasible.

9. Any person or entity or broker or agent acting on such person or entity's behalf who sells an aggregate amount of at least 2,000,000 shares of stock of Delphi, or an option with respect thereto, to another person or entity shall provide a copy

of the Notice of Order to such purchaser of such stock or to any broker or agent acting on such purchaser's behalf.

10. This Order shall be effective until the court issues a final order with provisions with respect to claims trading described in paragraph 4(f).

11. The requirements set forth in this Order are in addition to the requirements of Rule 3001(e) of the Federal Rules of Bankruptcy Procedure and applicable securities, corporate, and other laws, and do not excuse compliance therewith.

12. The requirement of Local Bankruptcy Rule 9013-1(b) for the service and filing of a separate memorandum of law is deemed satisfied by the Motion.

Dated: New York, New York  
October 12, 2005

/s/ ROBERT D. DRAIN

UNITED STATES BANKRUPTCY JUDGE

SCHEDULE A

Citigroup Inc.  
Lehman Brothers Inc.  
Merrill Lynch & Co.  
Morgan Stanley & Co.  
Credit Suisse First Boston  
JPMorgan Chase & Co.  
Bear Stearns Companies Inc.  
The Goldman Sachs Group, Inc.

Exhibit 1A

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
:  
In re :  
:  
DELPHI CORPORATION, et al., : Chapter 11  
:  
Debtors. : Case No. 05-44481 (RDD)  
:  
: (Jointly Administered)  
:  
----- X

NOTICE OF STATUS AS A SUBSTANTIAL EQUITYHOLDER<sup>1</sup>

PLEASE TAKE NOTICE that [Name of Equityholder] is/has become a Substantial Equityholder with respect to the common stock (the "Common Stock") of Delphi Corporation ("Delphi"), a debtor and debtor-in-possession in Case No. 05-44481 (RDD) pending in the United States Bankruptcy Court for the Southern District of New York.

PLEASE TAKE FURTHER NOTICE that, as of [Date], [Name of Equityholder] beneficially owns [ ] shares of the Common Stock of Delphi. The following table sets forth the date(s) on which [Name of Equityholder] acquired or otherwise became the beneficial owner of such Common Stock:

Number Of Shares	Date Acquired

(Attach additional page if necessary)

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<sup>1</sup> For purposes of this Notice: (i) "Substantial Equityholder" means any person or entity that beneficially owns at least 14,000,000 shares of the common stock of Delphi; (ii) "beneficial ownership" of equity securities includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all shares owned or acquired by its subsidiaries), ownership by such holder's family members and persons acting in concert with such holder to make a coordinated acquisition of stock, and ownership of shares which such holder has an option to acquire, and (iii) an "option" to acquire stock includes any contingent purchase, warrant, convertible debt, put, stock subject to risk of forfeiture, contract to acquire stock, or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

PLEASE TAKE FURTHER NOTICE that the taxpayer identification number of [Name of Equityholder] is [\_\_\_\_\_].

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [Name of Equityholder] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct, and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to that certain Order Under 11 U.S.C. §§ 105, 362, And 541 And Bankruptcy Rule 3001 (A) Establishing Notification Procedures Applicable To Substantial Holders Of Claims And Equity Securities And (B) Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities, this Notice is being (a) filed with the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, and (b) served upon (i) the Debtors, Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098-2815, Att'n General Counsel and Chief Tax Officer and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606-1285, Att'n John K. Lyons and Randall G. Reese.

Respectfully submitted,

\_\_\_\_\_  
(Name of Equityholder)

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Telephone: \_\_\_\_\_  
Facsimile: \_\_\_\_\_

Date: \_\_\_\_\_

Exhibit 2A

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
:  
In re :  
:  
Chapter 11  
DELPHI CORPORATION, et al., :  
:  
Case No. 05-44481 (RDD)  
Debtors. :  
:  
(Jointly Administered)  
:  
----- X

NOTICE OF STATUS AS A SUBSTANTIAL CLAIMHOLDER<sup>1</sup>

PLEASE TAKE NOTICE that [Name of Claimholder] is/has become a Substantial Claimholder with respect to claims against Delphi Corporation ("Delphi") or any of the 38 subsidiaries<sup>2</sup>, and affiliates of Delphi ("Affiliate Debtors"), debtors and

<sup>1</sup> For purposes of this Notice: (i) a "Substantial Claimholder" is any person or entity that beneficially owns an aggregate principal amount of claims against the debtors equal to or exceeding \$100,000,000 or any controlled entity through which a Substantial Claimholder beneficially owns an indirect interest in claims against the Debtors, (ii) "beneficial ownership" of claims includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all shares owned or acquired by its subsidiaries), ownership by family members and any group of persons acting pursuant to a formal or informal understanding to make a coordinated acquisition of claims, and ownership of claims which such holder has an option to acquire, and (iii) an "option to acquire claims includes any contingent purchase, put, contract to acquire a claim(s) or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

<sup>2</sup> The 38 subsidiaries are: ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding), Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea, Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Service Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding Company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Medical Systems Texas Corporation, Delphi NY Holdings Corporation, Delphi Services Holding Corporation, Delphi Technologies, Inc., DREAL, Inc., Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics, Inc., and Specialty Electronics International Ltd.

debtors-in-possession in Case No. 05-44481 (RDD), pending in the United States Bankruptcy Court for the Southern District of New York.

PLEASE TAKE FURTHER NOTICE that, as of [Date], [Name of Claimholder] beneficially owns claims in the aggregate principal amount of \$[ ] against the Debtors. The following table sets forth the name of the Debtor issuer, a summary of the terms, and the date on which [Name of Claimholder] acquired or otherwise became the beneficial owner of each such Claim:

Debtor Issuer	Terms	Date Acquired

(Attach additional page if necessary)

PLEASE TAKE FURTHER NOTICE that the taxpayer identification number of [Name of Claimholder] is [ ].

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [Name of Claimholder] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct, and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to that certain Order Under 11 U.S.C. §§ 105, 362, And 541 And Bankruptcy Rule 3001 (A) Establishing Notification Procedures Applicable To Substantial Holders Of Claims And Equity Securities And (B) Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities, this Notice is being (a) filed with the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, and (b) served upon (i) the Debtors, Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098-2815, Att'n General Counsel and Chief Tax Officer and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606-1285, Att'n John K. Lyons and Randall G. Reese.

This Notice is given in addition to, and not as a substitute for, any  
requisite notice under Rule 3001 of the Federal Rules of Bankruptcy Procedure.

Respectfully submitted,

\_\_\_\_\_  
(Name of Claimholder)

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Telephone: \_\_\_\_\_

Facsimile: \_\_\_\_\_

Date: \_\_\_\_\_



Exhibit 1B

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	:
	:
	: Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
	: Case No. 05-44481 (RDD)
Debtors.	:
	:
	: (Jointly Administered)
	:
-----	X

NOTICE OF INTENT TO PURCHASE, ACQUIRE, OR OTHERWISE  
ACCUMULATE AN EQUITY INTEREST

PLEASE TAKE NOTICE THAT [Name of Prospective Acquirer] hereby provides notice of its intention to purchase, acquire, or otherwise accumulate one or more shares of the common stock (the "Common Stock") of Delphi Corporation ("Delphi") or an option with respect thereto (the "Proposed Transfer").

PLEASE TAKE FURTHER NOTICE THAT, if applicable, on [Prior Date(s)], [Name of Prospective Acquirer] filed a Notice of Status as a Substantial Equityholder<sup>1</sup> with the United States Bankruptcy Court for the Southern District of New York (the "Court") and served copies thereof on the Debtors and the Debtors' counsel.

PLEASE TAKE FURTHER NOTICE THAT [Name of Prospective Acquirer] currently beneficially owns [\_\_\_\_\_] shares of the Common Stock of Delphi.

PLEASE TAKE FURTHER NOTICE THAT, pursuant to the Proposed Transfer, [Name of Prospective Acquirer] proposes to purchase, acquire, or otherwise accumulate [\_\_\_\_\_] shares of Common Stock or an option with respect to [\_\_\_\_\_] shares of Common Stock. If the Proposed Transfer is permitted to

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<sup>1</sup> For purposes of this Notice: (i) "Substantial Equityholder" means any person or entity that beneficially owns at least 14,000,000 shares of the common stock of Delphi, (ii) "beneficial ownership" of equity securities includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all shares owned or acquired by its subsidiaries), ownership by such holder's family members and persons acting in concert with such holder to make a coordinated acquisition of stock, and ownership of shares which such holder has an option to acquire, and (iii) an "option" to acquire stock includes any contingent purchase, warrant, convertible debt, put, stock subject to risk of forfeiture, contract to acquire stock, or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

occur, [Name of Prospective Acquirer] will beneficially own [ ] shares of Common Stock after the transfer.

PLEASE TAKE FURTHER NOTICE THAT the taxpayer identification number of [Name of Prospective Acquirer] is [ ].

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [Name of Prospective Acquirer] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct, and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to that certain Order Under 11 U.S.C. §§ 105, 362, And 541 And Bankruptcy Rule 3001 (A) Establishing Notification Procedures Applicable To Substantial Holders Of Claims And Equity Securities And (B) Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities, this Notice is being (a) filed with the United States Bankruptcy Court for the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, and (b) served upon (i) the Debtors, Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098-2815, Att'n General Counsel and Chief Tax Officer and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606-1285, Att'n John K. Lyons and Randall G. Reese.

PLEASE TAKE FURTHER NOTICE that the Debtors have 30 calendar days after receipt of this Notice to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will not be effective unless approved by a final and nonappealable order of the Court. If the Debtors do not object within such 30-day period, then after expiration of such period the Proposed Transfer may proceed solely as set forth in the Notice.

PLEASE TAKE FURTHER NOTICE that any further transactions contemplated by [Name of Prospective Acquirer] that may result in [Name of Prospective Acquirer] purchasing, acquiring or otherwise accumulating additional shares of Common Stock (or an option with respect thereto) will each require an additional notice filed with the Court to be served in the same manner as this Notice.

Respectfully submitted,

\_\_\_\_\_  
(Name of Prospective Acquirer)

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Telephone: \_\_\_\_\_  
Facsimile: \_\_\_\_\_

Date: \_\_\_\_\_

Exhibit 2B

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	:
	:
	: Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
	: Case No. 05-44481 (RDD)
Debtors.	:
	:
	: (Jointly Administered)
	:
-----	X

NOTICE OF INTENT TO PURCHASE, ACQUIRE OR OTHERWISE  
ACCUMULATE A CLAIM

PLEASE TAKE NOTICE THAT [Name of Prospective Acquirer] hereby provides notice of its intention to purchase, acquire, or otherwise accumulate a claim or claim(s) against the Debtors<sup>1</sup> (the "Proposed Transfer").

PLEASE TAKE FURTHER NOTICE THAT, if applicable, on [Prior Date(s)], [Name of Prospective Acquirer] filed a Notice of Status as a Substantial Claimholder<sup>2</sup> with the United States Bankruptcy Court for the Southern District of New York (the "Court") and served copies thereof on the Debtors and the Debtors' counsel.

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<sup>1</sup> The Debtors are the following entities: Delphi Corporation, ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding), Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea, Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Service Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding Company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Medical Systems Texas Corporation, Delphi NY Holdings Corporation, Delphi Services Holding Corporation, Delphi Technologies, Inc., DREAL, Inc., Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics, Inc., and Specialty Electronics International Ltd.

<sup>2</sup> For purposes of this Notice: (i) a "Substantial Claimholder" is any person or entity that beneficially owns (A) an aggregate principal amount of claims against the debtors equal to or exceeding \$100,000,000 or any controlled entity through which a Substantial Claimholder beneficially owns an indirect interest in claims against the Debtors, (ii) "beneficial ownership" of claims includes direct and indirect ownership (e.g., a holding company would

PLEASE TAKE FURTHER NOTICE THAT [Name of Prospective Acquirer] currently beneficially owns claims against the Debtors in the aggregate principal amount of [\$ \_\_\_\_\_].

PLEASE TAKE FURTHER NOTICE THAT, pursuant to the Proposed Transfer, [Name of Prospective Acquirer] proposes to purchase, acquire, or otherwise accumulate claims against [Name of Debtor issuer] in the aggregate principal amount of \$[\_\_\_\_\_]. If the Proposed Transfer is permitted to occur, [Name of Prospective Acquirer] will beneficially own claims against the Debtors in the aggregate principal amount of \$ [\_\_\_\_\_] after the transfer.

PLEASE TAKE FURTHER NOTICE THAT the taxpayer identification number of [Name of Prospective Acquirer] is [\_\_\_\_\_].

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [Name of Prospective Acquirer] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct, and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to that certain Order Under 11 U.S.C. §§ 105, 362, And 541 And Bankruptcy Rule 3001 (A) Establishing Notification Procedures Applicable To Substantial Holders Of Claims And Equity Securities And (B) Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities, this Notice is being (a) filed with the United States Bankruptcy Court for the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, and (b) served upon (i) the Debtors, Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098-2815, Att'n General Counsel and Chief Tax Officer and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606-1285, Att'n John K. Lyons and Randall G. Reese.

PLEASE TAKE FURTHER NOTICE that the Debtors have 30 calendar days after receipt of this Notice to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will not be effective unless approved by a final and nonappealable order of the Court. If the Debtors do not object within such 30-day period, then after expiration of such period the Proposed Transfer may proceed solely as set forth in the Notice.

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be considered to beneficially own all shares owned or acquired by its subsidiaries), ownership by family members and any group of persons acting pursuant to a formal or informal understanding to make a coordinated acquisition of claims, and ownership of claims which such holder has an option to acquire, and (iii) an "option to acquire claims includes any contingent purchase, put, contract to acquire a claim(s), or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

PLEASE TAKE FURTHER NOTICE that any further transactions contemplated by [Name of Prospective Acquirer] that may result in [Name of Prospective Acquirer] purchasing, acquiring, or otherwise accumulating additional claims against the Debtors will each require an additional notice filed with the Court to be served in the same manner as this Notice.

This Notice is given in addition to, and not as a substitute for, any  
requisite notice under Rule 3001(e) of the Federal Rules of Bankruptcy Procedure.

Respectfully submitted,

\_\_\_\_\_  
(Name of Prospective Acquirer)

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Telephone: \_\_\_\_\_

Facsimile: \_\_\_\_\_

Date: \_\_\_\_\_

Exhibit 1C

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:
	:
	: Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
	: Case No. 05-44481 (RDD)
Debtors.	:
	:
	: (Jointly Administered)
	:
-----	X

NOTICE OF INTENT TO SELL, TRADE OR OTHERWISE  
TRANSFER AN EQUITY INTEREST

PLEASE TAKE NOTICE THAT [Name of Prospective Seller] hereby provides notice of its intention to sell, trade, or otherwise transfer one or more shares of the common stock (the "Common Stock") of Delphi Corporation ("Delphi") or an option with respect thereto (the "Proposed Transfer").

PLEASE TAKE FURTHER NOTICE THAT, if applicable, on [Prior Date(s)], [Name of Prospective Seller] filed a Notice of Status as a Substantial Equityholder<sup>1</sup> with the United States Bankruptcy Court for the Southern District of New York (the "Court") and served copies thereof on the Debtors and the Debtors' counsel.

PLEASE TAKE FURTHER NOTICE THAT [Name of Prospective Seller] currently beneficially owns [ ] shares of the Common Stock of Delphi.

PLEASE TAKE FURTHER NOTICE THAT, pursuant to the Proposed Transfer, [Name of Prospective Seller] proposes to sell, trade, or otherwise transfer [ ] shares of Common Stock or an option with respect to [ ] shares of Common Stock. If the Proposed Transfer is permitted to

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<sup>1</sup> For Purposes of this Notice: (A) a "Substantial Equityholder" is any person or entity that beneficially owns at least 14,000,000 shares of the Common Stock of Delphi, (B) "beneficial ownership" of equity securities includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all shares owned or acquired by its subsidiaries), ownership by such holder's family members and persons acting in concert with such holder to make a coordinated acquisition of stock, and ownership of shares which such holder has an option to acquire, and (C) an "option" to acquire stock includes any contingent purchase, warrant, convertible debt, put, stock subject to risk of forfeiture, contract to acquire stock, or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.



occur, [Name of Prospective Seller] will beneficially own [ ] shares of Common Stock after the transfer.

PLEASE TAKE FURTHER NOTICE THAT the taxpayer identification number of [Name of Prospective Seller] is [ ].

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [Name of Prospective Seller] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct, and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to that certain Order Under 11 U.S.C. §§ 105, 362, And 541 And Bankruptcy Rule 3001 (A) Establishing Notification Procedures Applicable To Substantial Holders Of Claims And Equity Securities And (B) Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities, this Notice is being (a) filed with the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, and (b) served upon (i) the Debtors, Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098-2815, Att'n General Counsel and Chief Tax Officer and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606-1285, Att'n John K. Lyons and Randall G. Reese.

PLEASE TAKE FURTHER NOTICE that the Debtors have 30 calendar days after receipt of this Notice to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will not be effective unless approved by a final and nonappealable order of the Court. If the Debtors do not object within such 30-day period, then after expiration of such period the Proposed Transfer may proceed solely as set forth in the Notice.

PLEASE TAKE FURTHER NOTICE that any further transactions contemplated by [Name of Prospective Seller] that may result in [Name of Prospective Seller] selling, trading or otherwise transferring shares of Common Stock (or an option with respect thereto) will each require an additional notice filed with the Court to be served in the same manner as this Notice.

Respectfully submitted,

\_\_\_\_\_  
(Name of Prospective Seller)

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Telephone: \_\_\_\_\_  
Facsimile: \_\_\_\_\_

Date: \_\_\_\_\_

Exhibit 2C

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	:
	:
	: Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
	: Case No. 05-44481 (RDD)
Debtors.	:
	:
	: (Jointly Administered)
	:
-----	X

NOTICE OF INTENT TO SELL, TRADE OR OTHERWISE  
TRANSFER A CLAIM

PLEASE TAKE NOTICE THAT [Name of Prospective Seller] hereby provides notice of its intention to sell, trade, or otherwise transfer a claim or claim(s) against the Debtors<sup>1</sup> (the "Proposed Transfer").

PLEASE TAKE FURTHER NOTICE THAT, if applicable, on [Prior Date(s)], [Name of Prospective Seller] filed a Notice of Status as a Substantial Claimholder<sup>2</sup> with the United States Bankruptcy Court for the Southern District of New York (the "Court") and served copies thereof on the Debtors and the Debtors' counsel.

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<sup>1</sup> The Debtors are the following entities: Delphi Corporation, ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding), Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea, Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Service Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding Company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Medical Systems Texas Corporation, Delphi NY Holdings Corporation, Delphi Services Holding Corporation, Delphi Technologies, Inc., DREAL, Inc., Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics, Inc., and Specialty Electronics International Ltd.

<sup>2</sup> For purposes of this Notice: (A) a "Substantial Claimholder" is any person or entity that beneficially owns an aggregate principal amount of claims against the debtors equal to or exceeding \$100,000,000 or any controlled entity through which a Substantial Claimholder beneficially owns an indirect interest in claims against the Debtors, (B) "beneficial ownership" of claims includes direct and indirect ownership (e.g., a holding company would

PLEASE TAKE FURTHER NOTICE THAT [Name of Prospective Seller] currently beneficially owns claims against the Debtors in the aggregate principal amount of [\$ \_\_\_\_\_].

PLEASE TAKE FURTHER NOTICE THAT, pursuant to the Proposed Transfer, [Name of Prospective Seller] proposes to sell, trade, or otherwise transfer claims against [Name of Debtor issuer] in the aggregate principal amount of [\$\_\_\_\_\_]. If the Proposed Transfer is permitted to occur, [Name of Prospective Seller] will beneficially own claims against the Debtors in the aggregate principal amount of [\$\_\_\_\_\_] after the transfer.

PLEASE TAKE FURTHER NOTICE THAT the taxpayer identification number of [Name of Prospective Seller] is [\_\_\_\_\_].

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [Name of Prospective Seller] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct, and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to that certain Order Under 11 U.S.C. §§ 105, 362, And 541 And Bankruptcy Rule 3001 (A) Establishing Notification Procedures Applicable To Substantial Holders Of Claims And Equity Securities And (B) Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities, this Notice is being (a) filed with the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, and (b) served upon (i) the Debtors, Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098-2815, Att'n General Counsel and Chief Tax Officer and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606-1285, Att'n John K. Lyons and Randall G. Reese.

PLEASE TAKE FURTHER NOTICE that the Debtors have 30 calendar days after receipt of this Notice to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will not be effective unless approved by a final and nonappealable order of the Court. If the Debtors do not object within such 30-day period, then after expiration of such period the Proposed Transfer may proceed solely as set forth in the Notice.

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be considered to beneficially own all claims owned or acquired by its subsidiaries), ownership by family members and any group of persons acting pursuant to a formal or informal understanding to make a coordinated acquisition of claims, and ownership of claims which such holder has an option to acquire, and (C) an "option" to acquire claims includes any contingent purchase, put, contract to acquire a claim(s), or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

PLEASE TAKE FURTHER NOTICE that any further transactions contemplated by [Name of Prospective Seller] that may result in [Name of Prospective Seller] selling, trading or otherwise transferring claims against the Debtors will each require an additional notice filed with the Court to be served in the same manner as this Notice.

This Notice is given in addition to, and not as a substitute for, any  
requisite notice under Rule 3001 of the Federal Rules of Bankruptcy Procedure.

Respectfully submitted,

\_\_\_\_\_  
(Name of Prospective Seller)

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Telephone: \_\_\_\_\_

Facsimile: \_\_\_\_\_

Date: \_\_\_\_\_

Exhibit 3

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	X
	:
In re	:
	:
	: Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
	: Case No. 05-44481 (RDD)
Debtors.	:
	:
	: (Jointly Administered)
	:
-----	X

NOTICE OF (A) NOTIFICATION PROCEDURES APPLICABLE TO  
SUBSTANTIAL HOLDERS OF CLAIMS AND EQUITY SECURITIES AND (B)  
NOTIFICATION AND HEARING PROCEDURES FOR  
TRADING IN CLAIMS AND EQUITY SECURITIES

TO ALL PERSONS OR ENTITIES WITH CLAIMS<sup>1</sup> AGAINST OR EQUITY  
INTERESTS IN THE DEBTORS<sup>2</sup>:

PLEASE TAKE NOTICE that on October 8, 2005 ("Petition Date"),  
Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates (the "Affiliate  
Debtors," and together with Delphi, the "Debtors"), commenced cases under chapter 11

<sup>1</sup> References to "claims" herein are made in accordance with the definition of "claim" in section 101(5) of the Bankruptcy Code and includes a lessor's right to any current or future payment under or arising out of any lease with respect to which the Debtor or one or more of the Affiliate is a lessee.

<sup>2</sup> The Debtors are the following entities: Delphi Corporation, ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding), Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea, Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Service Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding Company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Medical Systems Texas Corporation, Delphi NY Holdings Corporation, Delphi Services Holding Corporation, Delphi Technologies, Inc., DREAL, Inc., Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics, Inc., and Specialty Electronics International Ltd.

of title 11 of the United States Code 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code"). Subject to certain exceptions, section 362 of the Bankruptcy Code operates as a stay of any act to obtain possession of property of the Debtors' estates or of property from the Debtors' estates or to exercise control over property of the Debtors' estates.

PLEASE TAKE FURTHER NOTICE that on October 8, 2005, the Debtors filed a motion seeking entry of an order pursuant to sections 105, 362, and 541 of the Bankruptcy Code establishing notification procedures and approving restrictions on certain transfers of claims against and equity securities in the Debtors and their estates (the "Motion").

PLEASE TAKE FURTHER NOTICE THAT on October [\_\_\_], 2005, the United States Bankruptcy Court for the Southern District of New York (the "Court") entered an order approving the procedures set forth below in order to preserve the Debtors' net operating losses and certain other tax attributes ("Tax Attributes") pursuant to sections 105, 362, and 541 of the Bankruptcy Code (the "Order"). **Except as otherwise provided in the Order, any sale or other transfer of claims against or equity securities in the Debtors in violation of the procedures set forth below shall be null and void ab initio as an act in violation of the automatic stay under section 362 of the Bankruptcy Code.**

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order, the following procedures shall apply to holding and trading in EQUITY SECURITIES OF DELPHI:

(a) Any person<sup>3</sup> or entity who currently is or becomes a Substantial Equityholder (as defined in paragraph (e) below) must file with the Court, and serve upon the Debtors and counsel to the Debtors, a notice of such status ("Notice of Status as a Substantial Equityholder") on or before the later of (A) 40 days after the effective date of the notice of entry of the Order or (B) ten days after becoming a Substantial Equityholder.

(b) Prior to effectuating any transfer of equity securities (including options to acquire stock, as defined in paragraph (e) below) that would result in an increase in the amount of common stock of Delphi beneficially owned by a Substantial Equityholder or would result in a person or entity becoming a Substantial Equityholder, such Substantial Equityholder must file with the Court, and serve on the Debtors and counsel to the Debtors, advance written notice ("Notice of Intent to Purchase, Acquire or Otherwise Accumulate"), of the intended transfer of equity securities.

(c) Prior to effectuating any transfer of equity securities (including options to acquire stock) that would result in a decrease in the amount of common stock of Delphi beneficially owned by a Substantial Equityholder or would

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<sup>3</sup> References to "person" herein are made in accordance with the definition of "person" in section 101(41) of the Bankruptcy Code.



result in a person or entity ceasing to be a Substantial Equityholder, such Substantial Equityholder must file with the Court, and serve on the Debtors and counsel to the Debtors, advance written notice ("Notice of Intent to Sell, Trade, or Otherwise Transfer")<sup>4</sup>, of the intended transfer of equity securities.

(d) The Debtors shall have 30 calendar days after receipt of a Notice of Proposed Transfer to file with the Court and serve on such Substantial Equityholder an objection to any proposed transfer of equity securities described in the Notice of Proposed Transfer on the grounds that such transfer may adversely affect the Debtors' ability to utilize their Tax Attributes. If the Debtors file an objection, such transaction shall not be effective unless approved by a final and nonappealable order of the Court. If the Debtors file an objection, such transfer shall not be effective unless approved by a final and nonappealable order of the Court. If the Debtors do not object within such 30-day period, such transfer may proceed solely as set forth in the Notice of Proposed Transfer. Further transactions within the scope of this paragraph must be the subject of additional notices as set forth herein with an additional 30-day waiting period.

(e) For purposes of this Notice, (A) a "Substantial Equityholder" is any person or entity that beneficially owns at least 14,000,000 shares of the common stock of Delphi, (B) "beneficial ownership" of equity securities includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all shares owned or acquired by its subsidiaries), ownership by such holder's family members and persons acting in concert with such holder to make a coordinated acquisition of stock, and ownership of shares which such holder has an option to acquire, and (C) an "option" to acquire stock includes any contingent purchase, warrant, convertible debt, put, stock subject to risk of forfeiture, contract to acquire stock, or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order, except as otherwise provided therein, the following procedures shall apply to holding and trading in CLAIMS AGAINST ANY OF THE DEBTORS:

(a) Any person<sup>5</sup> or entity who currently is or becomes a Substantial Claimholder (as defined in paragraph (e) below) must file with the Court, and serve the Debtors and counsel to the Debtors, a notice of such status ("Notice of Status as a Substantial Claimholder") on or before the later of (A) 40 days after the effective date of the notice of entry of the Order or (B) ten days after becoming a Substantial Claimholder.

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<sup>4</sup> A Notice of Intent to Sell, Trade, or Otherwise Transfer, together with a Notice of Intent to Purchase, Acquire, or Accumulate, is hereinafter collectively referred to as a "Notice of Proposed Transfer."

<sup>5</sup> References to "person" herein are made in accordance with the definition of "person" in section 101(41) of the Bankruptcy Code.

(b) Prior to effectuating any transfer of claims that would result in an increase in the amount of aggregate principal claims beneficially owned by a Substantial Claimholder or would result in a person or entity's becoming a Substantial Claimholder, such Substantial Claimholder must file with the Court, and serve on the Debtors and counsel to the Debtors, advance written notice ("Notice of Intent to Purchase, Acquire, or Otherwise Accumulate"), of the intended transfer of claims, regardless of whether such transfer would be subject to the filing, notice, and hearing requirements of Bankruptcy Rule 3001.

(c) Prior to effectuating any transfer of claims that would result in a decrease in the amount of aggregate principal claims beneficially owned by a Substantial Claimholder or would result in a person or entity's ceasing to be a Substantial Claimholder, such Substantial Claimholder must file with the Court, and serve on the Debtors and counsel to the Debtors, advance written notice ("Notice of Intent to Sell, Trade, or Otherwise Transfer")<sup>6</sup>, of the intended transfer of claims, regardless of whether such transfer would be subject to the filing, notice, and hearing requirements of Bankruptcy Rule 3001.

(d) The Debtors shall have 30 calendar days after receipt of a Notice of Proposed Transfer to file with the Court and serve on such Substantial Claimholder an objection to any proposed transfer of claims described in a Notice of Proposed Transfer on the grounds that such transfer may adversely affect the Debtors' ability to utilize their Tax Attributes. If the Debtors file an objection, such transaction will not be effective unless approved by a final and nonappealable order of the Court. If the Debtors file an objection, such transfer will not be effective unless approved by a final and nonappealable order of the Court. If the Debtors do not object within such 30-day period, such transfer may proceed solely as set forth in the Notice of Proposed Transfer. Further transactions within the scope of this paragraph must be the subject of additional notices as set forth herein with an additional 30-day waiting period.

(e) For purposes of this Notice: (A) a "Substantial Claimholder" is any person or entity which beneficially owns an aggregate principal amount of claims against the debtors equal to or exceeding \$100,000,000 or any controlled entity through which a Substantial Claimholder beneficially owns an indirect interest in claims against the Debtors, (B) "beneficial ownership" of claims includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all claims owned or acquired by its subsidiaries), ownership by family members and any group of persons acting pursuant to a formal or informal understanding to make a coordinated acquisition of claims, and ownership of claims which such holder has an option to acquire, and (C) an "option" to acquire claims includes any contingent purchase, put, contract to acquire a claim(s), or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

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<sup>6</sup> A Notice of Intent to Sell, Trade, or Otherwise Transfer, together with a Notice of Intent to Purchase, Acquire, or Accumulate, is hereinafter collectively referred to as a "Notice of Proposed Transfer."

PLEASE TAKE FURTHER NOTICE that, upon the request of any person, counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606-1285, Att'n John K. Lyons and Randall G. Reese, will provide a form of each of the required notices described above.

PLEASE TAKE FURTHER NOTICE that, upon the request of any person, Kurtzman Carson Consultants LLC (the "Official Copy Service"), 12910 Culver Boulevard, Suite I, Los Angeles, California, telephone: (310) 823-9000, fax: (310) 823-9133, shall supply a copy of the Order. The Official Copy Service shall supply a copy of the Order at a cost to be paid by the person requesting it at the prevailing fee being charged by the Official Copy Service. The Official Copy Service shall accommodate document requests during normal business hours, Monday to Friday (excluding recognized holidays).<sup>7</sup>

**FAILURE TO FOLLOW THE PROCEDURES SET FORTH IN THIS NOTICE SHALL CONSTITUTE A VIOLATION OF THE AUTOMATIC STAY PRESCRIBED BY SECTION 362 OF THE BANKRUPTCY CODE.**

**ANY PROHIBITED PURCHASE, SALE, TRADE, OR OTHER TRANSFER OF CLAIMS AGAINST, OR EQUITY SECURITIES IN, THE DEBTORS IN VIOLATION OF THE ORDER SHALL BE NULL AND VOID AB INITIO AND MAY BE PUNISHED BY CONTEMPT OR OTHER SANCTIONS IMPOSED BY THE BANKRUPTCY COURT.**

**THE DEBTORS PLAN OF REORGANIZATION MAY PROVIDE FOR THE DISALLOWANCE OF CLAIMS AGAINST OR INTERESTS IN THE DEBTORS TO THE EXTENT THAT THEY WOULD ENTITLE THE HOLDERS THEREOF TO A DISTRIBUTION OF 5% OR MORE OF THE VALUE OF THE REORGANIZED DEBTORS.**

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<sup>7</sup> Normal business hours for the Official Copy Service are from 7:00 a.m. to 6:00 p.m. (prevailing Pacific Time).

PLEASE TAKE FURTHER NOTICE that the requirements set forth in this Notice are in addition to the requirements of Rule 3001(e) of the Federal Rules of Bankruptcy Procedure and applicable securities, corporate, and other laws, and do not excuse compliance therewith.

Dated: [\_\_\_\_], 2005

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